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Attorneys for Aviation Parts Supply, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:

SUPERIOR AIR PARTS, INC.,

DEBTOR

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CASE NO. 08-36705-BJH-11

**AVIATION PARTS SUPPLY, INC.'S OBJECTIONS TO THE
THIRD AMENDED DISCLOSURE STATEMENT OF SUPERIOR AIR PARTS, INC.**

Aviation Parts Supply, Inc. ("APS"), a creditor and party in interest, by and through undersigned counsel, files these Objections to the Third Amended Disclosure Statement of Superior Air Parts, Inc. ("Superior"), and would show the Court as follows:

I. DISCLOSURES REGARDING FEASIBILITY

Superior's Third Amended Disclosure Statement is inadequate with respect to the following:

(1) There is no disclosure that Brantly International, Inc. ("Brantly), or any other members of the "Brantly Group," has the financial ability to perform the obligations described in the Plan;

(2) There is no disclosure as to the amount of capital required by Brantly to satisfy the obligations assumed by Brantly in the Plan;

(3) There is no disclosure that Brantly has committed to provide the, as yet unidentified, amount of capital to satisfy the obligations being assumed by Brantly in the Plan; and

(4) There is no disclosure of any business plan, financial projections, income statement or balance sheet showing the anticipated financial performance of the Reorganized Debtor.

Rather than repeat same, APS incorporates by reference the previously submitted case law and arguments.

II. ADDITIONAL DISCLOSURE OBJECTIONS

Superior's Third Amended Disclosure Statement states: "Brantly offer is not contingent on financing." (Page 41) However, based upon the statements of counsel with respect to the urgent need to have a Bid Procedure Order, APS understands that the financing of the Brantly Plan is subject to at least some type of governmental approval from the People's Republic of China. If this is the case, then such approval process, logistics, timing and historical track record should be disclosed to the creditors so as to allow an informed evaluation and vote thereon.

WHEREFORE PREMISES CONSIDERED, APS files these Objections to Superior's Third Amended Disclosure Statement and requests an Order of the Court

denying approval of such Disclosure Statement, and for such other and further relief as may be just and equitable.

DATED: July 20, 2009.

Respectfully submitted,

By: /s/Billy G. Leonard, Jr.
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CERTIFICATE OF SERVICE

The undersigned counsel certifies that on the 20th day of July, 2009, a true and correct copy of the foregoing was served to those persons receiving electronic notification from the Court's electronic filing system and via e-mail to Stephen Roberts, Esq., counsel for the Debtor, and Dave Parham, Esq., counsel for the Unsecured Creditors' Committee.

/s/Billy G. Leonard, Jr
Billy G. Leonard, Jr.